

EXHIBIT B – Part 1

Compensation by Project Category:
January 1, 2010 – March 31, 2010;

and

Monthly Fee Statement for the Period from:
January 1, 2010 – January 31, 2010

WR GRACE & CO
COMPENSATION BY PROJECT CATEGORY
JANUARY 1, 2010 - MARCH 31, 2010

Matter Code	Project Category	Hours	Amount
0003	Claim Analysis Objection, Resolution & Estimation (Asbestos)	6.7	\$ 4,716.50
0009	Asset Dispositions, Sales, Uses and Leases (Section 363)	0.3	208.50
0013	Business Operations	51.4	35,813.00
0014	Case Administration	81.6	21,611.00
0015	Claims Analysis/Objections/Administration (Non-Asbestos)	10.4	7,594.00
0017	Committee, Creditors', Noteholders', or Equity Holders'	46.9	33,399.50
0018	Fee Application, Applicant	35.2	15,810.00 ¹
0019	Creditor Inquiries	2.1	1,633.50
0020	Fee Application, Others	11.0	3,756.50
0021	Employee Benefits, Pension	9.0	6,291.00
0035	Travel - Non Working	25.9	20,250.50
0036	Plan and Disclosure Statement	122.7	93,208.50
0037	Hearings	70.0	56,391.00
0040	Employee Applications - Others	0.2	139.00
	Sub Total	473.4	\$ 300,822.50
	Less 50% Travel	(12.9)	(10,125.25)
	Total	460.5	\$ 290,697.25

¹ This amount reflects a reduction of \$1390.00 in this Category from Stroock's February 2010 fee statement that inadvertently reflected an aggregate of 2.1 hours of time on 2/8/10 for services rendered rather than just 0.1 hours of time. In addition, the number of hours of time stated in this Application as rendered during the Compensation Period has been adjusted downward by 2.0 hours both in the aggregate number of hours and in the number of hours of professional services rendered, as applicable.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
	)	Chapter 11
)	
	)	Case No. 01-01139 (JKF)
W.R. GRACE & CO., <u>et al.</u>,	)	(Jointly Administered)
)	
Debtors.	)	Objection Deadline:
	)	March 22, 2010 at 4:00 p.m.
	)	Hearing date: To be scheduled only if objections
	)	are timely filed and served.

NOTICE OF FILING OF MONTHLY FEE APPLICATION

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lenders (8) the Fee Auditor:

Stroock & Stroock & Lavan LLP ("Stroock"), counsel to the Official Committee of Unsecured Creditors (the "Committee") of the above captioned debtor and debtors in possession in the above-captioned chapter 11 cases, filed and served the One Hundred and Sixth Monthly Fee Application of Stroock & Stroock & Lavan LLP for Interim Compensation and for Reimbursement of Expenses for the services rendered during the period January 1, 2010 through January 31, 2010, seeking compensation in the amount of \$193,442.75 and reimbursement for actual and necessary expenses in the amount of \$3,163.37.

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **March 22, 2010 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the Affected Professional and each of the following: (i) co-counsel for the Debtors, Theodore L.

Date Filed: 3/1/2010
Docket No: 24376

Freedman, Esquire, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022 (fax number 212-446-4900), and James E. O'Neill, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400), and Janet S. Baer, Esquire, The Law Offices of Janet S. Baer, P.C., 70 West Madison Street, Suite 2100, Chicago, IL 60602 (Fax number 312-641-2165); (ii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 1100 N. Market Street, Suite 1200, Wilmington, Delaware 19801-1246 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Dunn, Baena, Price & Axelrod LLP, Wachovia Building, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, New York 10022 (fax number 212-644-6755), and Mark Hurford, Esquire, Campbell & Levine, LLC, 800 N. King Street, Suite 300, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins LLP, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) co-counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (fax

number 212-715-8000), and Teresa K.D. Currier, Esquire, Saul Ewing LLP, 222 Delaware Avenue, Wilmington, Delaware 19801 (Fax number 302-421-6813); (vii) the Office of the United States Trustee, Attn: David Klauder, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee Auditor, Bobbi Ruhlander, Warren H. Smith and Associates, P.C., Republic Center, 325 N. St. Paul, Suite 1250, Dallas, TX 75201 (Fax number 214-722-0081).

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Dated: March 1, 2010
Wilmington, Delaware

RESPECTFULLY SUBMITTED,

/s/ Michael R. Lastowski

Michael R. Lastowski, Esq. (DE 3892)
Richard W. Riley (DE 4052)
DUANE MORRIS LLP
1100 North Market Street, Suite 1200
Wilmington, DE 19801
Telephone: (302) 657-4900
Facsimile: (302) 657-4901
E-mail: mlastowski@duanemorris.com
E-mail: rwriley@duanemorris.com

William S. Katchen, Esquire (Admitted in NJ Only)
DUANE MORRIS LLP
Suite 1200
744 Broad Street
Newark, NJ 07102-3889
Telephone: (973) 424-2000
Facsimile: (973) 424-2001
E-mail: wskatchen@duanemorris.com

and

Lewis Kruger, Esquire
Kenneth Pasquale, Esquire
STROOCK & STROOCK & LAVAN LLP
180 Maiden Lane
New York, New York 10038-4982
Telephone: (212) 806-5400
Facsimile: (212) 806-6006
E-mail: lkruger@stroock.com
kpasquale@stroock.com

Co-Counsel for the Official Committee of
Unsecured Creditors of W. R. Grace & Co., et al.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
	)	Chapter 11
)	
W.R. GRACE & CO., <u>et al.</u>,	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
)	
Debtors.	)	Objection Deadline:
	)	March 22, 2010 at 4:00 p.m.
	)	Hearing date: To be scheduled only if objections are timely filed and served.

**ONE HUNDRED AND SIXTH MONTHLY FEE APPLICATION OF STROOCK &
STROOCK & LAVAN LLP FOR COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD
FROM JANUARY 1, 2010 THROUGH JANUARY 31, 2010**

Name of Applicant	Stroock & Stroock & Lavan LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	April 12, 2001
Period for which compensation and reimbursement is sought	January 1, 2010 – January 31, 2010
Amount of Compensation sought as actual, reasonable and necessary:	\$193,442.75 (80%: \$154,754.20)
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$3,163.37
This is an: <input checked="" type="checkbox"/> interim <input type="checkbox"/> final application	

Attachment A

Monthly Interim Fee Applications

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001 D.I.339	4/12/01- 4/30/01	\$138,926.00	\$1,975.13	\$111,140.80	\$1,975.13
July 2, 2001 D.I.613	5/1/01 – 5/31/01	\$139,928.75	\$6,884.73	\$111,943.00	\$6,884.73
July 30, 2001 D.I.772	6/1/01 – 6/30/01	\$91,019.00	\$10,458.14	\$72,815.20	\$10,458.14
September 5, 2001 D.I.889	7/1/01- 7/31/01	\$92,308.00	\$5,144.37	\$73,846.40	\$5,144.37
October 2, 2001 D.I.983	8/1/01 8/31/01	\$53,873.50	\$3,069.88	\$43,098.80	\$3,069.88
October 31, 2001 D.I.1058	9/1/01 – 9/30/01	\$58,742.00	\$6,801.32	\$46,993.60	\$6,801.32
November 26, 2001 D.I.1239	10/1/01 – 10/31/01	\$101,069.00	\$3,562.09	\$80,855.20	\$3,562.09
January 8, 2002 D.I.1470	11/1/01 – 11/30/01	\$136,368.50	\$8,847.34	\$109,094.80	\$8,847.34
February 1, 2002 D.I.1608	12/01/01 – 12/31/01	\$92,064.50	\$9,471.47	\$73,651.60	\$9,471.47
March 14, 2002 D.I.1812	01/01/02 – 01/31/02	\$100,231.50	\$14,675.58	\$80,185.20	\$14,675.58
April 22, 2002 D.I.1951	02/01/02 – 02/28/02	\$88,974.50	\$16,863.97	\$71,179.60	\$16,863.97
May 8, 2002 D.I.2029	03/01/02 – 03/31/02	\$77,964.25	\$1,190.44	\$62,371.40	\$1,190.44
June 3, 2002 D.I.2156	04/01/02- 04/30/02	\$97,251.50	\$1,816.40 (Stroock) \$9,772.37 (Chambers)	\$77,801.20	\$11,588.86

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
July 2, 2002 D.I.2324	05/01/02 – 05/31/02	\$74,910.75	\$2,9154.43 (Stroock) \$43,190.69 (Chambers)	\$59,928.60	\$46,105.12
August 5, 2002 D.I.2495	06/01/02 – 06/30/02	\$73,096.75	\$2,054.05 (Stroock) \$114,666.72 (Chambers)	\$58,477.4011	\$116,720.77
September 20, 2002 D.I.2720	07/01/02 – 07/31/02	\$90,903.27	\$1,250.79 (Stroock) \$11,996.25 (Chambers)	\$72,722.61	\$13,274.04
October 29, 2002 D.I.2898	08/01/02 – 08/31/02	\$93,151.25	\$11,539.51 (Stroock) \$5,046.70 (Chambers)	\$74,521.00	\$16,586.21
November 14, 2002 D.I.2981	09/01/02 – 09/30/02	\$96,613.25	\$15,567.77 (Stroock) \$771.50 (Chambers)	\$77,290.60	\$16,339.27
December 10, 2002 D.I.3129	10/1/02 – 10/31/02	\$68,404.00	\$2,956.54 (Stroock) \$1,780.75 (Chambers)	\$54,723.20	\$4,737.29
January 28, 2003 D.I.3286	11/1/02 – 11/30/02	\$75,345.50	\$8,712.16 (Stroock)	\$60,276.40	\$8,712.16
February 7, 2003 D.I.3349	12/1/02 – 12/31/02	\$27,683.50	\$13,332.14 (Stroock)	\$22,146.80	\$13,332.14
March 26, 2003 D.I.3552	1/1/03 – 1/31/03	\$88,139.00	\$1,210.11 (Stroock)	\$70,511.20	\$1,210.11
April 7, 2003 D.I.3626	2/1/03 – 2/28/03	\$76,313.00	\$2,022.78 (Stroock) \$1,077.80 (Chambers)	\$61,050.40	\$3,100.58
April 29, 2003 D.I. 3718	3/1/03 – 3/31/03	\$60,163.50	\$6,191.15 (Stroock)	\$48,130.80	\$6,191.15
June 2, 2003 D.I. 3850	4/1/03 – 4/30/03	\$60,269.00	\$814.02 (Stroock) \$2,043.00 (Chambers)	\$48,215.20	\$2,857.02
July 1, 2003 D.I. 3983	5/1/03 – 5/31/03	\$111,990.50	\$691.84 (Stroock) \$9,830.50 (Chambers)	\$89,592.40	\$10,522.34
August 5, 2003 D.I. 4152	6/1/03 – 6/30/03	\$43,824.00	\$1,220.42 (Stroock) \$61,755.00 (Chambers)	\$35,059.20	\$62,975.42

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
September 4, 2003 D.I. 4381	7/1/03 – 7/31/03	\$79,090.50	\$2,301.33 (Stroock) \$14,274.25 (Chambers)	\$55,941.60	\$16,575.58
September 30, 2003 D.I. 4512	8/1/03 – 8/31/03	\$69,927.00	\$1,164.19 (Stroock) \$12,488.94 (Chambers)	\$55,941.60	\$13,653.13
October 29, 2003 D.I. 4625	9/1/03 – 9/30/03	\$69,409.50	\$1,076.94 (Stroock) \$10,102.00 (Chambers)	\$55,527.60	\$11,178.94
December 19, 2002 D.I. 4843	10/1/03 – 10/31/03	\$96,980.50	\$3,800.45 (Stroock) \$42,881.50 (Chambers)	\$77,584.40	\$46,681.95
January 23, 2003 D.I. 4976	11/1/03 – 11/30/03	\$66,428.50	\$1,225.38 (Stroock) \$30,463.00 (Navigant f/k/a Chambers)	\$53,142.80	\$31,688.38
February 4, 2004 D.I. 5056	12/1/03 – 12/31/03	\$52,321.50	\$924.99 (Stroock) \$27,005.00 (Navigant f/k/a Chambers)	\$41,857.20	\$27,929.99
March 17, 2004 D.I. 5309	1/1/04 – 1/31/04	\$65,980.50	\$1,917.93 (Stroock) \$47,654.57 (Navigant f/k/a Chambers)	\$52,784.40	\$49,572.50
April 6, 2004 D.I. 5406	2/1/04 – 2/29/04	\$90,421.50	\$3,636.48 (Stroock) \$35,492.50 (Navigant f/k/a Chambers)	\$72,337.20	\$39,128.98
April 28, 2004 D.I. 5498	3/1/04 – 3/31/04	\$103,524.00	\$5,567.34 (Stroock)	\$82,819.20	\$5,567.34
June 14, 2004 D.I. 5803	4/1/04 – 4/30/04	\$99,136.00	\$3,518.96 (Stroock) \$1,515.00 (Navigant February) \$49,667.00 (Navigant March) \$80,307.11 (Navigant April)	\$79,308.80	\$135,008.07
July 2, 2004 D.I. 5917	5/1/04 – 5/31/04	\$134,324.50	\$2,409.97 (Stroock) \$78,360.05 (Navigant May)	\$107,459.60	\$80,770.02

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 2, 2004 D.I. 6105	6/1/04 – 6/30/04	\$120,501.00	\$1,831.49 (Stroock) \$62,625.00 (Navigant June)	\$96,400.80	\$64,456.49
September 9, 2004 D.I. 6341	7/1/04 – 7/31/04	\$72,394.00	\$3,461.84 (Stroock) \$40,427.50 (Navigant July)	\$57,915.20	\$43,889.34
September 23, 2004 D.I. 6444	8/1/04 – 8/31/04	\$70,457.00	\$1,764.40 (Stroock)	\$56,365.60	\$1,764.40
October 14, 2004 D.I. 6625	9/1/04 – 9/30/04	\$83,903.50	\$1,535.61 (Stroock) \$27,142.00 (Navigant August)	\$67,122.80	\$28,677.61
December 3, 2004 D.I. 7086	10/1/04 – 10/31/04	\$200,155.50	\$1,368.18 (Stroock) \$ 24,659.00 (Navigant September)	\$160,124.40	\$26,027.18
January 7, 2005 D.I. 7481	11/1/04 – 11/30/04	\$218,608.50	\$14,019.09 (Stroock) \$25,102.80 (Navigant October) \$27,972.34 (Navigant November)	\$174,886.80	\$67,094.23
February 2, 2005 D.I. 7667	12/1/04 – 12/31/04	\$235,503.70	\$10,442.92 (Stroock) \$62,687.97 (Navigant December)	\$188,402.96	\$73,130.89
March 15, 2005 D.I. 8026	1/1/05 – 1/31/05	\$187,168.00	\$4,411.55 (Stroock) \$15,686.00 (Navigant January)	\$149,734.40	\$20,097.55
April 1, 2005 D.I. 8155	2/1/05 – 2/28/05	\$108,180.25	\$8,102.85 (Stroock) \$18,303.37 (Navigant February)	\$86,544.20	\$26,406.22
April 25, 2005 D.I. 8331	3/1/05 – 3/31/05	\$56,941.25	\$287.23 (Stroock) \$6,114.86 (Navigant March)	\$45,553.00	\$6,402.09
June 6, 2005 D.I. 8562	4/1/05 – 4/30/05	\$127,695.00	\$3,531.45 (Stroock) \$20,129.06 (Navigant April)	\$102,156.00	\$23,660.51

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
June 28, 2005 D.I. 8704	5/1/05 – 5/31/05	\$115,453.75	\$858.21(Stroock)	\$78,855.20	\$858.21
August 3, 2005 D.I. 9135	6/1/05 – 6/30/05	\$114,903.75	\$4,871.74 (Stroock) \$34,075.28 (Navigant)	\$91,923.00	\$38,947.02
September 8, 2005 D.I. 9356	7/1/05 – 7/31/05	\$117,780.75	\$2,088.44 (Stroock) \$2,211.00 (Navigant)	94,224.60	\$4,299.44
October 14, 2005 D.I. 9565	8/1/05 8/31/05	\$106,796.25	\$5,046.99 (Stroock) \$18,550.00 (Navigant)	\$85,437.00	\$23,596.99
November 1, 2005 D.I. 10951	9/1/05 9/31/05	\$67,697.50	\$1,399.68 (Stroock) \$11,197.50 (Navigant)	\$54,158.00	\$12,597.18
November 29, 2005 D.I. 11202	10/1/05 - 10/31/05	\$98,216.75	\$1,611.30 (Stroock) \$11,582.50 (Navigant)	\$78,573.40	\$13,193.80
January 9, 2006 D.I. 11507	11/1/05 11/30/05	\$104,348.00	\$2,847.45 (Stroock) \$71,598.50 (Navigant)	\$83,478.40	\$74,445.95
January 30, 2006 D.I. 11655	12/1/05 – 12/31/05	\$96,855.00	\$1,379.53 (Stroock) \$20,317.49 (Navigant)	\$77,484.00	\$21,697.02
March 1, 2006 D.I. 11921	1/1/06 – 1/31/06	\$73,383.00	\$1,810.85 (Stroock) \$14,124.01 (Navigant)	\$58,706.40	\$15,934.86
March 28, 2006 D.I. 12134	2/1/06 – 2/28/06	\$105,083.75	\$1,434.62 (Stroock) \$25,971.70 (Navigant)	\$84,067.00	\$27,406.32
May 2, 2006 D.I. 12354	3/1/2006 - 3/31/2006	\$145,189.50	\$2,512.81 (Stroock) \$25,838.37 (Navigant)	\$116,151.60	\$28,351.18
May 31, 2006 D.I. 12558	4/1/2006 - 4/30/2006	\$116,817.00	\$2,141.42 (Stroock) \$7,425.00 (Navigant)	\$93,453.60	\$9,566.42
July 6, 2006 D.I. 12748	5/1/2006 – 5/31/2006	\$121,304.50	\$1,838.71 (Stroock) \$17,493.75 (Navigant)	\$97,043.60	\$19,332.46
August 1, 2006 D.I. 12899	6/1/2006 – 6/30/2006	\$94,856.50	\$1,869.66 (Stroock) \$38,548.75 (Navigant)	\$75,885.20	\$40,418.41

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 30, 2006 D.I. 13117	7/1/2006 – 7/31/2006	\$97,397.25	\$496.76 (Stroock) \$30,280.00 (Navigant)	\$77,917.80	\$30,776.76
October 2, 2006 D.I. 13336	8/1/2006- 8/31/2006	\$131,856.25	\$98.34 (Stroock) \$98,317.50 (Navigant)	\$105,485.00	\$98,415.84
November 2, 2006 D.I. 13559	9/1/2006 – 9/30/2006	\$150,960.00	\$4,147.01 (Stroock) \$91,179.11 (Navigant)	\$120,768.00	\$95,326.12
November 29, 2006 D.I. 13838	10/1/06 – 10/31/06	\$196,223.50	\$915.14 (Stroock) \$147,374.20 (Navigant)	\$156,978.89	\$148,289.34
January 12, 2007 D.I. 14292	11/1/06 – 11/30/06	\$188,638.00	\$3,370.16 (Stroock) \$133,438.70 (Navigant)	\$150,910.40	\$136,808.86
January 29, 2007 D.I. 14415	12/1/06 – 12/31/06	\$99,832.00	\$5,752.89 (Stroock) \$55,245.22 (Navigant)	\$79,865.60	\$60,998.11
March 8, 2007 D.I. 14810	1/1/2007 1/31/2007	\$77,582.00	\$962.06 (Stroock) \$90,474.74 (Navigant)	\$62,065.60	\$91,436.80
April 10, 2007 D.I. 15132	2/1/2007 2/28/2007	\$119,140.50	\$3,092.88 (Stroock) \$77,301.25 (Navigant)	\$95,312.40	\$80,394.13
May 1, 2007 D.I. 15457	3/1/2007 – 3/31/2007	\$135,228.00	\$6,635.25 (Stroock) \$104,674.53 (Navigant)	\$108,182.40	\$111,309.78
June 22, 2007 D.I. 16136	4/1/2007 – 4/30/2007	\$177,646.00	\$815.81 (Stroock) \$173,437.45 (Navigant)	\$142,116.80	\$174,253.26
July 17, 2007 D.I. 16309	5/1/2007 – 5/31/2007	\$205,937.25	\$6,405.01 (Stroock) \$162,431.03 (Navigant)	\$164,749.80	\$168,836.04
August 10, 2007 D.I. 16528	6/1/2007 – 6/30/2007	\$225,650.50	\$5,929.97 (Stroock) \$200,294.81 (Navigant)	\$180,520.40	\$206,224.78
September 14, 2007 D.I. 16822	7/1/2007 – 7/31/2007	\$157,268.50	\$4,021.65 (Stroock) \$208,116.54 (Navigant)	\$125,814.80	\$212,138.19
October 1, 2007 D.I. 16959	8/1/2007 – 8/31/2007	\$145,866.50	\$3,354.61 (Stroock) \$210,152.54 (Navigant)	\$116,693.20	\$213,507.15

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
November 19, 2007 D.I. 17394	9/1/2007 – 9/30/2007	\$206,908.50	\$3,056.89 (Stroock)	\$165,526.80	\$3,056.89
December 5, 2007 D.I. 17548	10/1/07 – 10/31/07	\$288,976.50	\$22,324.58 (Stroock) \$325,509.63 (Navigant)	\$231,181.20	\$347,834.21
January 11, 2008 D.I. 17803	11/1/07 – 11/30/07	\$249,372.50	\$32,780.40 (Stroock) \$162,394.93 (Navigant)	\$199,498.00	\$195,175.33
February 1, 2008 D.I. 17957	12/1/07 – 12/31/07	\$116,522.50	\$57,717.92 (Stroock) \$47,444.43 (Navigant)	\$93,218.00	\$105,162.35
March 4, 2008 D.I. 18202	1/1/08 – 1/31/08	\$201,472.50	\$3,282.80 (Stroock) \$86,070.26 (Navigant)	\$161,178.00	\$89,353.06
April 4, 2008 D.I. 18450	2/1/08 – 2/29/08	\$195,491.00	\$5,922.25 (Stroock) \$73,924.16 (Navigant)	\$156,392.80	\$79,846.41
April 29, 2008 D.I. 18639	3/1/08 – 3/31/08	\$275,659.00	\$11,217.17 (Stroock) \$69,201.53 (Navigant)	\$220,527.20	\$80,418.70
June 4, 2008 D.I. 18862	4/1/08 – 4/30/08	\$298,888.00	\$10,143.60 (Stroock) \$38,800.00 (Navigant)	\$239,110.40	\$48,943.60
July 1, 2008 D.I. 19032	5/1/08 – 5/31/08	\$138,683.50	\$3,649.95 (Stroock)	\$110,946.80	\$3,649.95
August 4, 2008 D.I. 19224	6/1/2008 – 6/30/2008	\$213,559.00	\$12,357.78 (Stroock) \$96.84 (Navigant)	\$170,847.20	\$12,454.62
September 10, 2008 D.I. 19516	7/1/2008 – 7/31/2008	\$206,087.50	\$6,717.13 (Stroock) \$259.90 (Navigant)	\$164,870.00	\$6,977.03
September 30, 2008 D.I. 19653	8/1/2008 – 8/31/2008	\$212,928.50	\$2,326.65 (Stroock)	\$170,342.80	\$2,326.65
November 6, 2008 D.I. 19949	9/1/2008 – 9/30/2008	\$226,486.50	\$2,844.77 (Stroock)	\$181,189.20	\$2,844.77
December 2, 2008 D.I. 20174	10/1/08 – 10/31/08	\$270,097.00	\$10,611.52 (Stroock)	\$216,077.60	\$10,611.52

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
December 30, 2008 D.I. 20384 & 20385	11/1/08 – 11/30/08	\$184,642.00	\$5,870.24 (Stroock)	\$147,713.60	\$5,870.24
February 3, 2009 D.I. 20654	12/1/08 – 12/31/08	\$102,648.50	\$4,017.80 (Stroock)	\$82,118.80	\$4,017.80
March 3, 2009 D.I. 20906	1/1/09 – 1/31/09	\$114,525.00	\$2,458.44 (Stroock)	\$91,620.00	\$2,458.44
March 30, 2009 D.I. 21152	2/1/09 – 2/28/09	\$141,569.00	\$1,627.89 (Stroock)	\$113,255.20	\$1,627.89
April 29, 2009 D.I. 21475	3/1/09 – 3/31/09	\$181,006.75	\$3,270.02 (Stroock)	\$144,805.40	\$3,270.02
May 29, 2009 D.I. 21910	4/1/09 – 4/30/09	\$187,588.50	\$1,545.41 (Stroock)	\$150,070.80	\$1,545.41
July 1, 2009 D.I. 22310	5/1/09 – 5/31/09	\$227,989.00	\$9,428.79 (Stroock)	\$182,391.20	\$9,428.79
August 6, 2009 D.I. 22709	6/1/09 – 6/30/09	\$238,611.25	\$5,960.91 (Stroock)	\$190,889.00	\$5,960.91
September 25, 2009 D.I. 23338	7/1/09 – 7/31/09	\$294,766.50	\$17,306.20 (Stroock)	\$235,813.20	\$17,306.20
October 5, 2009 D.I. 23422	8/1/09 – 8/31/09	\$299,544.25	\$7,237.57 (Stroock) \$2,812.50 (Navigant)	\$239,635.40	\$10,050.07
November 13, 2009 D.I. 23759	9/1/09 – 9/30/09	\$349,937.50	\$20,164.05 (Stroock)	\$279,950.00	\$20,164.05
December 1, 2009 D.I. 23897	10/1/09 – 10/31/09	\$281,050.75	\$12,457.25 (Stroock)	\$224,840.60	\$12,457.25
December 30, 2009 D.I. 24087	11/1/09 – 11/30/09	\$219,347.00	\$10,084.80 (Stroock)	\$175,477.60	\$10,084.80
January 29, 2010 D.I. 24211	12/1/09 – 12/31/09	\$117,137.00	\$3,532.36 (Stroock)	\$93,709.60	\$3,532.36

WR GRACE & CO
ATTACHMENT B
JANUARY 1, 2010 - JANUARY 31, 2010

	Hours	Rate	Amount	No. of Years in Position
Partners				
Kruger, Lewis	26.0	\$ 995	\$ 25,870.00	40
Pasquale, Kenneth	53.1	875	46,462.50	10
Associates				
Krieger, Arlene G.	180.7	695	125,586.50	26
Paraprofessionals				
Cromwell, Marlon E.	0.9	245	220.50	3
Magzamen, Michael S.	4.6	305	1,403.00	5
Mohamed, David	19.1	190	3,629.00	20
Wojcik, Mark R.	1.3	305	396.50	4
Sub Total	285.7		\$ 203,568.00	
Less 50% Travel	(12.9)		(10,125.25)	
Total	272.8		\$ 193,442.75	

EXHIBIT A

WR GRACE & CO
COMPENSATION BY PROJECT CATEGORY
JANUARY 1, 2010 - JANUARY 31, 2010

Matter Code	Project Category	Hours	Amount
0003	Claim Analysis Objection, Resolution & Estimation (Asbestos)	2.9	\$ 2,015.50
0013	Business Operations	28.9	20,085.50
0014	Case Administration	16.5	3,452.00
0015	Claims Analysis/Objections/Administration (Non-Asbestos)	2.8	2,042.00
0017	Committee, Creditors', Noteholders', or Equity Holders'	23.0	16,129.00
0018	Fee Application, Applicant	13.6	6,737.50
0019	Creditor Inquiries	0.4	332.00
0020	Fee Application, Others	3.1	1,094.00
0035	Travel - Non Working	25.9	20,250.50
0036	Plan and Disclosure Statement	103.5	79,051.50
0037	Hearings	65.1	52,378.50
	Sub Total	285.7	\$ 203,568.00
	Less 50% Travel	(12.9)	(10,125.25)
	Total	272.8	\$ 193,442.75

STROOCK

INVOICE

DATE	February 17, 2010
INVOICE NO.	497773
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through January 31, 2010, including:

RE	Claim Analysis Objection, Resolution & Estimation (Asbestos) 699843 0003
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DATE	DESCRIPTION	NAME	HOURS
01/07/2010	Attend to Third Circuit's decision affirming lower court denial of Grace's and Montana's motion to expand the preliminary injunction to the State of Montana.	Krieger, A.	0.6
01/08/2010	Attend to Third Circuit's opinion re: expansion of preliminary injunction to encompass suits against the State of Montana and related proceedings.	Krieger, A.	2.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	2.9	\$ 695	\$ 2,015.50
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,015.50	
TOTAL FOR THIS MATTER		\$ 2,015.50	

STROOCK

RE	Business Operations 699843 0013
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DATE	DESCRIPTION	NAME	HOURS
01/13/2010	Memoranda with Capstone re: 1/15/10 motions.	Krieger, A.	0.1
01/19/2010	Attend to Debtors' motion to extend and modify the ART Jt Venture Credit Agreement (.2); attend to Debtors' motion for LOC facility and related documentation (3.7).	Krieger, A.	3.9
01/20/2010	Attend to proposed LOC and hedging facilities (7.9); exchanged memoranda with J. Dolan re: LOC facility (.1).	Krieger, A.	8.0
01/21/2010	Attend to information request re: LOC facility and draft form of order (4.8); exchanged memoranda with Capstone re: LOC facility (.2); conference call R. Frezza, J. Dolan re: LOC facility (.5); attend to preparation of memorandum for Debtors' counsel re: comments/questions on the proposed forms of order, facility agreements (1.1).	Krieger, A.	6.6
01/22/2010	Exchange memoranda with R. Frezza re: Letter of Credit Facility terms (.3); attend to proposed LOC Facility and prepare memorandum of questions and comments (2.9); memorandum to J. Baer re: LOC Facility questions and comments (.4).	Krieger, A.	3.6
01/25/2010	Memoranda with R. Higgins re: call to discuss LOC Facility questions and comments.	Krieger, A.	0.1
01/26/2010	Exchanged memoranda with Debtors counsel and attend to execution forms of engagement letters (.3); exchanged memoranda with J. Dolan re exit financing terms and information request on LOC facilities (.1); preparation for and conference call with Jack McFarland and Debtors' outside bankruptcy counsel re LOC	Krieger, A.	2.1

STROOCK

DATE	DESCRIPTION	NAME	HOURS
	and Hedging Facilities and proposed form of order (1.6); memoranda with J. Dolan re: LOC facilities (.1).		
01/27/2010	Attend to LOC Facility motion and documents and memorandum to Debtors' counsel re: LOC terms (.9); memorandum to LK, KP re: outstanding points on LOC Facility (.7).	Krieger, A.	1.6
01/28/2010	Exchanged memoranda with A. Cota re: LOC facility provision (.2); attend to LOC facility and memorandum to R. Higgins, J. McFarland re: outstanding issues (2.3).	Krieger, A.	2.5
01/29/2010	Conference call R. Higgins, J. McFarland re: LOC Facility terms and discussion with B of A's counsel.	Krieger, A.	0.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	28.9	\$ 695	\$ 20,085.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 20,085.50
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TOTAL FOR THIS MATTER	\$ 20,085.50
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STROOCK

RE	Case Administration 699843 0014
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DATE	DESCRIPTION	NAME	HOURS
01/04/2010	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.6); review case docket nos. 01-771, 09-644 and 09-807 (.4).	Mohamed, D.	1.2
01/05/2010	Coordinate telephonic appearance for L. Kruger for 1/6 hearing (.2); calendaring and emails re: same (.3).	Magzamen, M.	0.5
01/05/2010	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.5).	Mohamed, D.	0.7
01/06/2010	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.3); review case docket nos. 01-771, 09-644 and 09-807 (.4).	Mohamed, D.	0.9
01/07/2010	Exchanged memoranda with J. Bowen (J&J Court Transcribers) re: hearing transcripts.	Krieger, A.	0.1
01/07/2010	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.4).	Mohamed, D.	0.6
01/08/2010	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.7); review case docket nos. 01-771, 09-644 and 09-807 (.4).	Mohamed, D.	1.3
01/11/2010	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.5).	Mohamed, D.	0.7
01/12/2010	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.4).	Mohamed, D.	0.6
01/13/2010	Review and update case docket no. 01-1139	Mohamed, D.	1.9

STROOCK

DATE	DESCRIPTION	NAME	HOURS
	(.2); obtain and circulate recently docketed pleadings in main case (.5); review case docket nos. 01-771, 09-644 and 09-807 (.4); review case file documents (.8).		
01/19/2010	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.5).	Mohamed, D.	0.7
01/20/2010	Set-up telephonic appearance for L. Kruger at 1/25 hearing.	Magzamen, M.	0.3
01/20/2010	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.7); review case docket nos. 01-771, 09-644 and 09-807 (.4).	Mohamed, D.	1.3
01/21/2010	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.4); obtain documents for attorney review (.3).	Mohamed, D.	0.9
01/22/2010	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.6).	Mohamed, D.	0.8
01/25/2010	Review and update case docket no. 01-1139 (.2); obtain and circulate recently docketed pleadings in main case (.5); review case file documents (.6); review case docket nos. 01-771, 09-644 and 09-807 (.4).	Mohamed, D.	1.7
01/26/2010	Memorandum and office conference MM re: 1/25/10 hearing transcript.	Krieger, A.	0.1
01/26/2010	Arrange for Grace closing argument transcript.	Magzamen, M.	0.2
01/26/2010	Obtain and circulate recently docketed pleadings in main case.	Mohamed, D.	0.5
01/28/2010	Office conference MM re: service of pleading.	Krieger, A.	0.2
01/28/2010	Obtain and circulate recently docketed pleadings in main case.	Mohamed, D.	0.4
01/29/2010	Obtain and circulate recently docketed pleadings in main case (.5); review case docket nos. 01-771, 09-644 and 09-807 (.4).	Mohamed, D.	0.9

STROOCK

DATE	DESCRIPTION	NAME	HOURS
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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.4	\$ 695	\$ 278.00
Magzamen, Michael S.	1.0	305	305.00
Mohamed, David	15.1	190	2,869.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 3,452.00
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TOTAL FOR THIS MATTER	\$ 3,452.00
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STROOCK

RE	Claims Analysis/Objections/Administration (Non-Asbestos) 699843 0015
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DATE	DESCRIPTION	NAME	HOURS
01/12/2010	Attend to memoranda re: mediation of PPI dispute.	Krieger, A.	0.1
01/12/2010	E-mails with lenders re: possible mediation.	Pasquale, K.	0.2
01/13/2010	Attend to appellate materials.	Krieger, A.	0.7
01/19/2010	Attend to Debtors' motion to approve a protocol to address the resolution of employee benefit claims.	Krieger, A.	0.8
01/29/2010	Attend to memorandum to J. Baer and R. Higgins re: questions and comments on employee benefits claim protocol (.4); telephone call R. Higgins re: same (.3); attend to Grace's 34th quarterly report on settlements (.1).	Krieger, A.	0.8
01/29/2010	Review memo to Committee re: employee benefits.	Kruger, L.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	2.4	\$ 695	\$ 1,668.00
Kruger, Lewis	0.2	995	199.00
Pasquale, Kenneth	0.2	875	175.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 2,042.00
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TOTAL FOR THIS MATTER	\$ 2,042.00
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STROOCK

RE	Committee, Creditors', Noteholders', or Equity Holders'
	699843 0017

DATE	DESCRIPTION	NAME	HOURS
01/07/2010	Memorandum to the Committee re: closing arguments on plan confirmation (3.7); telephone call R. Frezza re: confirmation arguments (.4); office conference LK re: post-petition interest argument (.2); memoranda with LK, KP and bank lender counsel re: hearings (.1).	Krieger, A.	4.4
01/19/2010	Memorandum for the Committee re: pending Canadian ZAI matters.	Krieger, A.	0.2
01/22/2010	Attend to Capstone memorandum for the Committee re: Exit Financing and prepare revised draft.	Krieger, A.	2.8
01/25/2010	Memorandum to Capstone re: Committee memorandum on proposed exit financing.	Krieger, A.	0.1
01/26/2010	Memorandum to LK, KP re: Committee call on closing argument and status (.1); attend to revised memorandum re: exit financing (.2); attend to memorandum to the Committee re: 1/25/10 hearing and other pending matters (3.3); memoranda with Committee member and Local counsel re: exit financing (.5);	Krieger, A.	4.1
01/27/2010	Attend to memoranda for the Committee re: 1/25/10 hearing (1.6); attend to LOC Facility, Capstone memorandum re: LOC Facility and prepare mark-up re: same (3.4); attend to memoranda with Committee members re: 1/28/10 conference call (.6).	Krieger, A.	5.6
01/28/2010	Memoranda and telephone call J. Dolan re: memorandum to the Committee re: LOC and Hedging Facilities (.8); attend to Capstone memorandum re: motion extending ART credit agreement and memoranda with J. Dolan re:	Krieger, A.	4.3

STROOCK

DATE	DESCRIPTION	NAME	HOURS
	same (.4); memorandum to the Committee re: motion to approve employee benefits claim resolution protocol (2.1); memorandum with Committee member re: conference call (.2); conference call with the Committee and follow-up office conference LK, KP re: emergence and exit and letter of credit facilities (.8).		
01/28/2010	Prep for and conference call with Committee re: confirmation and status items.	Pasquale, K.	0.8
01/29/2010	Memorandum for the Committee re: employee benefits claims resolution protocol.	Krieger, A.	0.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	22.2	\$ 695	\$ 15,429.00
Pasquale, Kenneth	0.8	875	700.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 16,129.00
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TOTAL FOR THIS MATTER	\$ 16,129.00
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STROOCK

RE	Fee Application, Applicant 699843 0018
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DATE	DESCRIPTION	NAME	HOURS
01/07/2010	Review/revise December 2009 bill.	Wojcik, M.	1.3
01/19/2010	Review and revise December time and expenses.	Magzamen, M.	0.8
01/20/2010	Review and revise December bill.	Magzamen, M.	0.5
01/22/2010	O/c MM re: December 2009 fee statement.	Krieger, A.	0.1
01/22/2010	Review/revise December bill.	Magzamen, M.	0.6
01/23/2010	Attend to December 2009 fee application.	Krieger, A.	0.9
01/26/2010	Attend to December 2009 fee statement.	Krieger, A.	0.5
01/28/2010	Finalize December fee application	Magzamen, M.	1.3
01/29/2010	Attend to preparation of 35th quarterly fee application.	Krieger, A.	5.7
01/29/2010	Review Stroock's 105th monthly fee application in preparation for filing (.7); prepare certificate of service re: same and forward to Local counsel for filing (.5); prepare and effectuate service re: fee application (.7).	Mohamed, D.	1.9

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	7.2	\$ 695	\$ 5,004.00
Magzamen, Michael S.	3.2	305	976.00
Mohamed, David	1.9	190	361.00
Wojcik, Mark R.	1.3	305	396.50
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 6,737.50	
TOTAL FOR THIS MATTER		\$ 6,737.50	

STROOCK

RE	Creditor Inquiries 699843 0019
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DATE	DESCRIPTION	NAME	HOURS
01/11/2010	Telephone call creditor re: plan status.	Krieger, A.	0.1
01/11/2010	Telephone conference creditor re: plan status.	Pasquale, K.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.1	\$ 695	\$ 69.50
Pasquale, Kenneth	0.3	875	262.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 332.00
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TOTAL FOR THIS MATTER	\$ 332.00
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STROOCK

RE	Fee Application, Others 699843 0020
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DATE	DESCRIPTION	NAME	HOURS
01/07/2010	Attend to fee applications of other professionals.	Krieger, A.	0.3
01/07/2010	Review Capstone's 69th monthly fee application in preparation for filing (.7); prepare notice and certificate of service re: same and forward to Local counsel for filing (.6).	Mohamed, D.	1.3
01/11/2010	Attend to other professionals' fee applications.	Krieger, A.	0.3
01/11/2010	Prepare and effectuate service re: Capstone's 69th monthly fee application.	Mohamed, D.	0.8
01/29/2010	Attend to other professionals' fee applications.	Krieger, A.	0.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.0	\$ 695	\$ 695.00
Mohamed, David	2.1	190	399.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,094.00
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TOTAL FOR THIS MATTER	\$ 1,094.00
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STROOCK

RE	Expenses 699843 0024
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 0.00
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MATTER DISBURSEMENT SUMMARY

Outside Messenger Service	\$ 102.81
Local Transportation	53.05
Long Distance Telephone	155.22
Duplicating Costs-in House	0.50
Court Reporting Services	164.70
In House Messenger Service	29.26
Travel Expenses - Transportation	577.76
Travel Expenses - Lodging	1001.75
Travel Expenses - Meals	331.07
Westlaw	747.25

TOTAL DISBURSEMENTS/CHARGES	\$ 3,163.37
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TOTAL FOR THIS MATTER	\$ 3,163.37
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STROOCK

RE	Travel - Non Working 699843 0035
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DATE	DESCRIPTION	NAME	HOURS
01/03/2010	Travel to LGA for flight to Pittsburgh (includes weather delays) for closing arguments on confirmation.	Krieger, A.	3.2
01/04/2010	Travel to Pittsburgh for closing arguments.	Pasquale, K.	4.0
01/06/2010	Return travel from Pittsburgh to New York (weather delays).	Krieger, A.	6.6
01/06/2010	Return travel from Pittsburgh court hearing.	Pasquale, K.	4.0
01/25/2010	Travel to (.9) and return from (2.7) Wilmington, DE for omnibus hearing and closing confirmation argument on post-petition interest issues.	Krieger, A.	3.6
01/25/2010	Travel to/from Wilmington, DE for court hearing.	Pasquale, K.	4.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	13.4	\$ 695	\$ 9,313.00
Pasquale, Kenneth	12.5	875	10,937.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 20,250.50
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TOTAL FOR THIS MATTER	\$ 20,250.50
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STROOCK

RE	Plan and Disclosure Statement 699843 0036
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DATE	DESCRIPTION	NAME	HOURS
01/02/2010	Attend to motion to settle insurance neutrality issues (.7); attend to materials for Jan 2010 confirmation hearing (3.1).	Krieger, A.	3.8
01/03/2010	Preparation for closing argument and attend to motion for approval of insurance neutrality provisions.	Krieger, A.	6.7
01/03/2010	Prep for closing arguments (2.0); conference call with all parties re: arguments (.5).	Pasquale, K.	2.5
01/04/2010	Attend confirmation hearing telephonically.	Kruger, L.	4.7
01/05/2010	Prep (with lender's counsel) for closing argument.	Pasquale, K.	8.5
01/06/2010	Confirmation hearing closing arguments.	Pasquale, K.	5.8
01/07/2010	O/c with AK re: argument on post-petition interest (.2); review memo to Committee re: confirmation arguments and status of hearing (.4); o/c with KP re: PPI argument and presentation to court (.3).	Kruger, L.	0.9
01/07/2010	Confer L. Kruger re: PPI argument and issues.	Pasquale, K.	0.3
01/08/2010	Attend to case law and 1/25/10 argument re: confirmation issues (5.9); attend to J. Baer memo re: exit financing and DIP motions and memoranda with Capstone re: same (.3).	Krieger, A.	6.2
01/08/2010	O/c with KP re: closing argument (.2); review argument outline (.2); review case law on confirmation issues (.6).	Kruger, L.	1.0
01/08/2010	Confer L. Kruger re: closing arguments (.2); revise outline of argument (.9).	Pasquale, K.	1.1
01/08/2010	Review exit financing information.	Pasquale, K.	1.0

STROOCK

DATE	DESCRIPTION	NAME	HOURS
01/11/2010	Attend to confirmation issues (1.3); review exit financing materials (6.4); attend to ACC response to Canadian counsel's motion for special appointment (.1).	Krieger, A.	7.8
01/12/2010	Telephone call Capstone re: exit financing proposals (.1); attend to Capstone's information request and exit financing motion (3.4); extended telephone conference Capstone re: exit financing authorization (.9); review relevant case law (3.9).	Krieger, A.	8.3
01/12/2010	Attention to e-mails with Lenders re: mediation.	Kruger, L.	0.2
01/13/2010	Extended telephone call with R. Frezza re: Exit Financing and new DIP (.8); attend to exit financing documents and memorandum to LK, KP re: Exit Financing and DIP and office conference KP re: same (2.8); attend to 1/6/10 transcript and other related materials (3.8); telephone call J. Baer re: motions to be filed 1/15/10 including exiting financing and revised DIP motion (.2); memorandum to Capstone re: Art Joint Venture motion (.1).	Krieger, A.	7.7
01/13/2010	Review AK e-mails re: exit financing.	Kruger, L.	0.2
01/13/2010	Review AK emails re: exit financing issues.	Pasquale, K.	0.3
01/14/2010	Attn to transcript issues in connection w/ closing argument prep.	Cromwell, M.	0.9
01/14/2010	Prepare memorandum to J. Baer, C. Greco re: exit financing questions, issues and exchanged memoranda with C. Greco re: same (2.4); office conference MM re: request for exit financing documentation in reference cases (.2); attend to 1/6/10 transcript and related materials (2.3); extended conference call with representatives of Grace, Blackstone, K&E and Capstone re: exit financing (.8); follow-up call with R. Frezza re: exit financing (.3); memorandum to LK, KP re: same (.1); attend to exit financing related materials (1.3).	Krieger, A.	7.4
01/14/2010	Oc w/ A. Krieger re: research on exit financing	Magzamen, M.	0.2

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DATE	DESCRIPTION	NAME	HOURS
	(.2); conduct research re: same (.8).		
01/15/2010	Attend to 1/6/10 transcript and related case law and materials (5.9); attend to Canadian government's objection to confirmation and opposition to revised CDN ZAI settlement agreement (.6).	Krieger, A.	6.5
01/15/2010	Review materials re: closing argument.	Kruger, L.	0.3
01/15/2010	Review transcript of closing argument and prepared for continuation of same.	Pasquale, K.	1.2
01/18/2010	Attend to Crown's objection to Canadian ZAI claimants' special counsel appointment application (.9); exchanged memoranda with J. Dolan re: exit financing materials (.1).	Krieger, A.	1.0
01/19/2010	Attend to CCAA Representative's motion for leave to file replies to Crown's objection and PI FCR's response to special counsel appointment motion and attend to Crown's objection to confirmation and attend to memorandum thereon (4.1); t/c J. Dolan re: preparation for 1/25/10 argument, updated interest calculation and pending motions (.2).	Krieger, A.	4.3
01/19/2010	Review Debtors' motion for LOC facility; review CCAA representative motion.	Kruger, L.	0.4
01/20/2010	Review proposed LOC facility and hedging.	Kruger, L.	0.6
01/21/2010	Preparation for 1/25/10 argument.	Krieger, A.	2.4
01/21/2010	Preparation for confirmation argument.	Kruger, L.	0.7
01/21/2010	Research re: exit facilities precedent for A. Krieger.	Magzamen, M.	0.2
01/21/2010	Prep for 1/25 hearing and closing arguments.	Pasquale, K.	1.5
01/22/2010	Preparation for 1/25/10 argument.	Krieger, A.	1.7
01/22/2010	Prep for closing arguments, review exhibits.	Pasquale, K.	1.8
01/24/2010	Preparation for 1/25/10 hearing and argument.	Krieger, A.	3.1
01/25/2010	Memorandum with W. Katchen re: exit	Krieger, A.	0.1

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DATE	DESCRIPTION	NAME	HOURS
	financing.		
01/26/2010	O/c with AK re: confirmation hearing (.3); o/c with KP re: confirmation hearing (.2).	Kruger, L.	0.5
01/27/2010	Review memo to Committee re: 1/25/10 hearing (.3); review memo from AK re: issues in LOC facility (.2).	Kruger, L.	0.5
01/28/2010	T/c Committee member re: status and confirmation hearing (.3); preparation for and conference call with KP, AK and Committee re: confirmation issues, exit financing, LOC facility (.7); o/c with KP and AK re: exit financing issues and follow-up Committee call (.2).	Kruger, L.	1.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Cromwell, Marlon E.	0.9	\$ 245	\$ 220.50
Krieger, Arlene G.	67.0	695	46,565.00
Kruger, Lewis	11.2	995	11,144.00
Magzamen, Michael S.	0.4	305	122.00
Pasquale, Kenneth	24.0	875	21,000.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 79,051.50
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TOTAL FOR THIS MATTER	\$ 79,051.50
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STROOCK

RE	Hearings 699843 0037
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DATE	DESCRIPTION	NAME	HOURS
01/04/2010	Attend closing arguments on confirmation objections.	Krieger, A.	9.4
01/04/2010	Prep for (1.5) and attended confirmation hearing closing arguments (5.0).	Pasquale, K.	6.5
01/05/2010	Attend hearing re: closing confirmation arguments (10.3); attend to Grace's slides for post-petition interest argument and the court's May 19 decision in preparation for closing argument (.7).	Krieger, A.	11.0
01/05/2010	Attend, telephonically, court hearing on confirmation.	Kruger, L.	5.3
01/06/2010	Office conference KP re: Grace's slides and PPI argument (.2); attend hearing re: closing confirmation arguments (5.4); office conferences KP, R. Cobb re: same (.3).	Krieger, A.	5.9
01/06/2010	Telephone conference with court confirmation hearing.	Kruger, L.	5.0
01/15/2010	Exchanged memoranda with J. Baer re: 1/25/10 omnibus (.2); memoranda with KP, LK re: J. Green re: 1/25/10 omnibus (.2).	Krieger, A.	0.4
01/24/2010	Prepared for court hearing re: closing arguments.	Pasquale, K.	3.0
01/25/2010	Attend to Plan Proponent's response to the Crown's Plan objections (.6); attend to case law for PPI argument (.7); attend closing argument on post-petition interest issues and omnibus hearing on Crown's Plan-related objections (5.9); conference with bank lenders' counsel re: PPI argument (.9).	Krieger, A.	8.1
01/25/2010	Attend court hearing telephonically re:	Kruger, L.	4.3

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DATE	DESCRIPTION	NAME	HOURS
	confirmation arguments re: lenders' claims.		
01/25/2010	Court hearing/closing arguments on lender confirmation issues.	Pasquale, K.	5.8
01/26/2010	Office conference LK re: hearing.	Krieger, A.	0.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	35.2	\$ 695	\$ 24,464.00
Kruger, Lewis	14.6	995	14,527.00
Pasquale, Kenneth	15.3	875	13,387.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 52,378.50
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TOTAL FOR THIS MATTER	\$ 52,378.50
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 203,568.00
TOTAL DISBURSEMENTS/CHARGES	\$ 3,163.37
TOTAL BILL	\$ 206,731.37

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

EXHIBIT B

WR GRACE & CO
SUMMARY OF FEES
JANUARY 1, 2010 - JANUARY 31, 2010

	Hours	Rate	Amount
Partners			
Kruger, Lewis	26.0	\$ 995	\$ 25,870.00
Pasquale, Kenneth	53.1	875	46,462.50
Associates			
Krieger, Arlene G.	180.7	695	125,586.50
Paraprofessionals			
Cromwell, Marlon E.	0.9	245	220.50
Magzamen, Michael S.	4.6	305	1,403.00
Mohamed, David	19.1	190	3,629.00
Wojcik, Mark R.	1.3	305	396.50
Sub Total	285.7		\$ 203,568.00
Less 50% Travel	(12.9)		(10,125.25)
Total	272.8		\$ 193,442.75

EXHIBIT C

WR GRACE & CO
DISBURSEMENT SUMMARY
JANUARY 1, 2010 - JANUARY 31, 2010

Outside Messenger Service	\$ 102.81
Local Transportation	53.05
Long Distance Telephone	155.22
Duplicating Costs-in House	0.50
Court Reporting Services	164.70
In House Messenger Service	29.26
Travel Expenses - Transportation	577.76
Travel Expenses - Lodging	1,001.75
Travel Expenses - Meals	331.07
Westlaw	747.25
TOTAL	\$3,163.37

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DISBURSEMENT REGISTER

DATE	February 17, 2010
INVOICE NO.	497773
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR EXPENSES INCURRED in the captioned matter for the period through January 31, 2010, including:

DATE	DESCRIPTION	AMOUNT
Outside Messenger Service		
12/31/2009	Vendor: Federal Express Corporation Invoice #: 946110402 01.11.10 Tracking #: 790691287407 Shipment Date: 12/31/2009 Sender: Angie Colonna Stroock & Stroock & Lavan LLP, 180 Maiden Lane, NEW YORK CITY, NY 10038 Ship to: Arlene Krieger, INFORMATION NOT SUPPLIED, 10 E End Ave Apt 14Ef, NEW YORK, NY 10075	32.82
01/05/2010	VENDOR: UPS; INVOICE#: 0000010X827010; DATE: 01/02/2010; FROM Michael Magzamen, 180 Maiden Lane, New York, NY TO Kimberly Love Kirkland & Ellis LLP, 300 North LaSalle, Chicago, IL 60654 Tracking #:1Z10X827A299769912 on 12/30/2009	12.67
01/05/2010	VENDOR: UPS; INVOICE#: 0000010X827010; DATE: 01/02/2010; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dave Klauder Esq. Office of the United States Trustee, 844 King Street Suite 2311, Wilmington, DE 19801 Tracking #:1Z10X8270193100728 on 12/30/2009	6.53
01/05/2010	VENDOR: UPS; INVOICE#: 0000010X827010; DATE: 01/02/2010; FROM David Mohamed, 180 Maiden Lane, New York, NY TO David B. Siegal W.R. Grace & Co., Senior VP & General Counsel, Columbia, MD 21044 Tracking #:1Z10X8270194482716 on 12/30/2009	6.53
01/05/2010	VENDOR: UPS; INVOICE#: 0000010X827010; DATE: 01/02/2010; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dawn S. Marra Duane Morris LLP, 1100 North Market Street, Wilmington, DE 19801 Tracking #:1Z10X8270198274907 on 12/30/2009	6.53

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DATE	DESCRIPTION	AMOUNT
01/14/2010	VENDOR: UPS; INVOICE#: 0000010X827020; DATE: 01/09/2010; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Bobbi Ruhlander Esq Warren H. Smith and Associa, Republic Center, Dallas, TX 75201 Tracking #:1Z10X8270198004494 on 12/30/2009	9.27
01/20/2010	VENDOR: UPS; INVOICE#: 0000010X827030; DATE: 01/16/2010; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dawn S. Marra Duane Morris LLP, 1100 North Market Street, Wilmington, DE 19801 Tracking #:1Z10X8270190269428 on 01/11/2010	6.44
01/20/2010	VENDOR: UPS; INVOICE#: 0000010X827030; DATE: 01/16/2010; FROM David Mohamed, 180 Maiden Lane, New York, NY TO David B. Siegal W.R. Grace & Co., Senior VP & General Counsel, Columbia, MD 21044 Tracking #:1Z10X8270198478385 on 01/11/2010	6.44
01/20/2010	VENDOR: UPS; INVOICE#: 0000010X827030; DATE: 01/16/2010; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dave Klauder Esq. Office of the United States Trustee, 844 King Street Suite 2311, Wilmington, DE 19801 Tracking #:1Z10X8270199092567 on 01/11/2010	6.44
01/20/2010	VENDOR: UPS; INVOICE#: 0000010X827030; DATE: 01/16/2010; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Bobbi Ruhlander Esq Warren H. Smith and Associates, Republic Center, Dallas, TX 75201 Tracking #:1Z10X8270199647173 on 01/11/2010	9.14
Outside Messenger Service Total		102.81
Local Transportation		
01/08/2010	VENDOR(EE): AKRIEGER: Taxi fare from LaGuardia Airport to home (shared taxi) 1/6/10	13.00
01/21/2010	VENDOR: NYC Taxi; Invoice#: 886417; Invoice Date: 01/15/2010; Voucher #: 350292; Arlene Krieger 01/07/2010 10:40 from 10 EAST END AVE MANHATTAN NY to 180 MAIDEN LA MANHATTAN NY	40.05
Local Transportation Total		53.05
Long Distance Telephone		
01/07/2010	EXTN.795562, TEL.3024674400, S.T.11:11, DUR.00:03:02	2.22
01/07/2010	EXTN.795544, TEL.2015877123, S.T.14:53, DUR.00:23:01 STROOCK & STROOCK & LAVAN LLP • NEW YORK • LOS ANGELES • MIAMI	13.34
180 MAIDEN LANE, NEW YORK, NY 10038-4982 TEL 212.806.5400 FAX 212.806.6006 WWW.STROOCK.COM		

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DATE	DESCRIPTION	AMOUNT
01/08/2010	EXTN.795562, TEL.3024674400, S.T.16:03, DUR.00:02:24	1.67
01/12/2010	VENDOR: Soundpath Legal Conferencing; INVOICE#: 2128065400-122009; DATE: 12/20/2009 - Teleconference 12-17-09	15.50
01/12/2010	EXTN.795562, TEL.3024674426, S.T.15:24, DUR.00:03:13	2.22
01/13/2010	EXTN.795544, TEL.2015877123, S.T.09:50, DUR.00:45:24	25.58
01/14/2010	EXTN.795562, TEL.3024239985, S.T.11:22, DUR.00:00:33	0.56
01/19/2010	EXTN.795562, TEL.3125878997, S.T.16:17, DUR.00:00:24	0.56
01/21/2010	EXTN.795475, TEL.3026574938, S.T.14:28, DUR.00:05:15	3.34
01/25/2010	VENDOR: Chase Card Services; INVOICE#: 010210; DATE: 1/2/2010 - visa charge 12/18/09 Court Call LLC	44.00
01/25/2010	VENDOR: Chase Card Services; INVOICE#: 010210; DATE: 1/2/2010 - visa charge 12/18/09 Court Call LLC	44.00
01/26/2010	EXTN.796689, TEL.6095862311, S.T.10:48, DUR.00:01:35	1.11
01/28/2010	EXTN.795475, TEL.3026574938, S.T.15:55, DUR.00:00:48	0.56
01/29/2010	EXTN.795475, TEL.3026574938, S.T.09:32, DUR.00:00:39	0.56
Long Distance Telephone Total		155.22

Duplicating Costs-in House

01/07/2010	0.40
01/29/2010	0.10

Duplicating Costs-in House Total **0.50**

Court Reporting Services

01/13/2010	VENDOR: J & J Court Transcribers, Inc.; INVOICE#: 2010-00062; DATE: 1/13/2010 - federal court expedited	164.70
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Court Reporting Services Total **164.70**

In House Messenger Service

01/28/2010	VENDOR: Early Bird Messenger; 1/22/2010 Vehicle Rush from	29.26
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180 MAIDEN LANE, NEW YORK, NY 10038-4982 TEL 212.806.5400 FAX 212.806.6006 WWW.STROOCK.COM

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DATE	DESCRIPTION	AMOUNT
	GABRIEL to ARLENE KRIEGER, 10 EAST END AVE	
	In House Messenger Service Total	29.26
	Travel Expenses - Transportation	
01/04/2010	VENDOR: AMEX; KRUGER/LEWIS on 12/16/2009; booking fee.	10.00
01/04/2010	VENDOR: AMEX; PASQUALE/KENNETH EWR PIT EWR on 12/16/2009; refund for unused ticket	-921.20
01/04/2010	VENDOR: AMEX; PASQUALE/KENNETH EWR PIT EWR on 12/16/2009; Jan 4-6 to and from EWR and PIT	971.20
01/08/2010	VENDOR(EF); AKRIEGER: Baggage fee - US Air - 1/3/10	25.00
01/08/2010	VENDOR(EF); AKRIEGER: Baggage fee - US Air 1/6/10	25.00
01/08/2010	VENDOR(EF); AKRIEGER: Taxi fare from Pittsburgh Airport to Omni William Penn Hotel 1/3/10	45.00
01/11/2010	VENDOR(EF); KPASQUALE: Closing arguments in Pittsburgh, PA - January 4-6, 2010; Taxis to EWR, to and from airport to Court, hotel to airport and EWR to Summit, NJ	217.00
01/21/2010	VENDOR: NYC Taxi; Invoice#: 886417; Invoice Date: 01/15/2010; Voucher #: 403835; Arlene Krieger 01/03/2010 15:15 from 10 EAST END AVE MANHATTAN NY to LaGuardia Airport Flushing NY	60.56
01/28/2010	VENDOR(EF); KPASQUALE: 01/25/10; Court hearing in Wilmington, DE; Mileage and tolls	136.70
01/28/2010	VENDOR(EF); KPASQUALE: 01/25/10 ; Court hearing in Wilmington, DE; parking	8.50
	Travel Expenses - Transportation Total	577.76
	Travel Expenses - Lodging	
01/08/2010	VENDOR(EF); AKRIEGER: Omni Willlliam Penn Hotel (3 nights) 1/3 - 1/6/10	595.08
01/11/2010	VENDOR(EF); KPASQUALE: Closing arguments in Pittsburgh, PA - January 4-6, 2010; Omni William Penn Hotel (2 nights)	406.67
	Travel Expenses - Lodging Total	1,001.75

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DATE	DESCRIPTION	AMOUNT
Travel Expenses - Meals		
01/08/2010	VENDOR(EE): AKRIEGER: Breakfast at hotel - (1 person) 1/4/10	19.09
01/08/2010	VENDOR(EE): AKRIEGER: 01/03/10 - 01/06/10 Trip; Dinner at LaGuardia Airport 1/3/10	18.57
01/11/2010	VENDOR(EE): KPASQUALE: Closing arguments in Pittsburgh, PA - January 4-6, 2010; Breakfast, lunch and dinner for two people on 1/4, lunch and dinner for one person on 1/5 and breakfast on 1/6.	235.41
01/28/2010	VENDOR(EE): KPASQUALE: 01/25/10 Court hearing in Wilmington, DE; Lunch for four.	58.00
Travel Expenses -Meals Total		331.07
Westlaw		
01/05/2010	Transactional Search by Pasquale, Kenneth	82.50
01/08/2010	Transactional Search by Krieger, Arlene G.	27.50
01/12/2010	Transactional Search by Krieger, Arlene G.	165.00
01/15/2010	Transactional Search by Krieger, Arlene G.	191.25
01/22/2010	Transactional Search by Krieger, Arlene G.	281.00
Westlaw Total		747.25

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BILL DISBURSEMENT SUMMARY

Outside Messenger Service	\$ 102.81
Local Transportation	53.05
Long Distance Telephone	155.22
Duplicating Costs-in House	0.50
Court Reporting Services	164.70
In House Messenger Service	29.26
Travel Expenses - Transportation	577.76
Travel Expenses - Lodging	1001.75
Travel Expenses - Meals	331.07
Westlaw	747.25

TOTAL DISBURSEMENTS/CHARGES	\$ 3,163.37
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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.